UNITRIN INC Form 4 March 27, 2007

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or Expires: January 31, 2005

5. Relationship of Reporting Person(s) to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

Instruction 30(h) of the Investment Company Act of 194

1(b).

Common

Common

Stock

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person *

03/26/2007

03/26/2007

SOUTHWELL DONALD GENE			Symbol UNITRIN INC [UTR]			>	Issuer (Check all applicable)			
(Last) ONE EAST	(First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/26/2007				_X_ Director _X_ Officer (give	10%	Owner	
								below)	below) esident, CEO	
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)					Applicable Line)		
CHICAGO,	IL 60601							_X_ Form filed by C Form filed by M Person	One Reporting Per More than One Re	
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative S	Securit	ies Acq	uired, Disposed of	, or Beneficial	ly Owned
1.Title of	2. Transaction Dat	e 2A. Deer	med	3.	4. Securit	ies Acq	quired	5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Executio	n Date, if	Transactio	on(A) or Dis		` ′	Securities	Ownership	Indirect
(Instr. 3)		any		Code	(Instr. 3, 4	4 and 5))	Beneficially	Form: Direct	
		(Month/I	Day/Year)	(Instr. 8)				Owned	(D) or	Ownership
								Following Reported	Indirect (I) (Instr. 4)	(Instr. 4)
						(A)		Transaction(s)	(111001. 1)	
				Code V	Amaunt	or (D)	Derica	(Instr. 3 and 4)		
				Code V	Amount	(D)	Price			

13,260 A

12,217 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

M

F

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

122,624

110,407

D

D

Edgar Filing: UNITRIN INC - Form 4

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	nDerivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secu (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	An or Nu of S
Employee Stock Options (1)	\$ 42.29	03/26/2007		M		13,260	02/06/2007	02/05/2013	Common Stock	13
Employee Stock Options (1)	\$ 47.59	03/26/2007		A	12,217		09/26/2007	02/05/2013	Common Stock	12

Reporting Owners

Reporting Owner Name / Address	Relationships						
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other			
SOUTHWELL DONALD GENE							
ONE EAST WACKER DRIVE	X		President, CEO				
CHICAGO, IL 60601							

Signatures

Donald G.
Southwell

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Rights to buy.
- Following the last transaction reported in this table, the reporting person holds a total of 535,251 options under the Unitrin, Inc. employee stock option plans.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2